

MISSOURI-KANSAS-TEXAS RAILROAD COMPANY

LAW DEPARTMENT
701 COMMERCE STREET
DALLAS, TEXAS 75202

ARTHUR M. ALBIN
General Counsel

214-651-6740

6 069A077
MAR 10 1986

Date March 4, 1986
File # 100

REGISTRATION NO. 8098/B Filed 1986

In reply refer to:

410.043-16(D)

March 4, 1986

Mr. James Bayne
Secretary
Interstate Commerce Commission
12th and Constitution Ave., N.W.
Washington, D.C. 20423

MAR 10 1986 - 3 10 PM

INTERSTATE COMMERCE COMMISSION

Re: Car Lease Agreement dated as of September 4, 1975,
between Southwestern States Management Co., Lessor,
and Missouri-Kansas-Texas Railroad Company, Lessee,
covering Seventy-five 70-Ton Covered Hopper Cars.

Dear Mr. Bayne:

I have enclosed an original and four (4) counterparts of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Termination of Lease, a secondary document, dated as of the 4th day of March, 1986.

The primary document to which this is connected is a Car Lease Agreement recorded under Recordation No. 8098.

The names and addresses of the parties to the document are as follows:

Lessor: Southwestern States Management Co.
701 Commerce Street
Dallas, TX 75202
Attention: Mr. H. O. Brandt

Lessee: Missouri-Kansas-Texas Railroad Company
701 Commerce Street
Dallas, TX 75202
Attention: Mr. Karl R. Ziebarth

A description of the equipment covered by the document follows:

Seventy-five (75) 70-Ton Covered Hopper Cars bearing Lessee's road numbers as follows:

Nos. 34002-34004, inclusive
No. 34007
Nos. 34009-34016, inclusive
Nos. 34018-34024, inclusive
Nos. 34026-34031, inclusive
Nos. 34034-34037, inclusive
No. 34039

Nos. 34041-34044, inclusive
No. 34047
No. 34049
Nos. 34051-34058, inclusive
Nos. 34060-34061, inclusive
Nos. 34063-34066, inclusive
No. 34068

MISSOURI-KANSAS-TEXAS RAILROAD COMPANY

LAW DEPARTMENT

Mr. James Bayne

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March 4, 1986

Nos. 34070-34075, inclusive	Nos. 34084-34085, inclusive
Nos. 34077-34078, inclusive	Nos. 34087-34095, inclusive
Nos. 34081-34082, inclusive	Nos. 34097-34098, inclusive
No. 34100	

A cashier's check in the amount of \$10.00 is enclosed for the filing fee. Please return all counterparts not needed by the Commission for recordation, stamped to show recordation, to the undersigned for distribution to the parties.

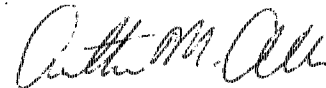
A short summary of the document to appear in the Index follows:

Termination of Car Lease Agreement dated as of September 4, 1975, between Southwestern States Management Co. and Missouri- Kansas-Texas Railroad Company covering 75 70-Ton Covered Hopper Cars bearing MKT road numbers as follows:

Nos. 34002-34004, inclusive	Nos. 34051-34058, inclusive
No. 34007	Nos. 34060-34061, inclusive
Nos. 34009-34016, inclusive	Nos. 34063-34066, inclusive
Nos. 34018-34024, inclusive	No. 34068
Nos. 34026-34031, inclusive	Nos. 34070-34075, inclusive
Nos. 34034-34037, inclusive	Nos. 34077-34078, inclusive
No. 34039	Nos. 34081-34082, inclusive
Nos. 34041-34044, inclusive	Nos. 34084-34085, inclusive
No. 34047	Nos. 34087-34095, inclusive
No. 34049	Nos. 34097-34098, inclusive
No. 34100	

I certify that I have knowledge of the foregoing.

Yours very truly,



Arthur M. Albin,
General Counsel

AMA:vas

Interstate Commerce Commission
Washington, D.C. 20423

3/12/86

OFFICE OF THE SECRETARY

Arthur M. Albin
General Counsel
Missouri-Kansas-Texas Railroad Co.
701 Commerce Street
Dallas, Texas 75202

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/10/86 at 3:10pm and assigned recordation number(s). 8098-B *x14915*

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

8098-B
MAR 10 1986 3 12 PM
INTERSTATE COMMERCE COMMISSION
TERMINATION OF LEASE

WHEREAS, SOUTHWESTERN STATES MANAGEMENT CO., a Missouri Corporation hereinafter called "Lessor," and MISSOURI-KANSAS-TEXAS RAILROAD COMPANY, a Delaware corporation, hereinafter called "Lessee," heretofore executed and delivered to each other that certain Car Lease Agreement (hereinafter called "Lease") dated the 4th day of September, 1975, covering the lease of seventy-five (75) 70-ton Covered Hopper Cars, bearing Lessee's recording marks and numbers as set forth and enumerated in Schedule A, attached hereto; and

WHEREAS, said Lease was duly recorded with the Interstate Commerce Commission on November 3, 1975, and assigned Recordation No. 8098; and

WHEREAS, said Lease was amended as of the 26th day of July, 1979; and

WHEREAS, the parties hereto desire to cancel and terminate said Lease as of the 31st day of October, 1985;

NOW, THEREFORE, for and in consideration of the mutual benefits to be derived by the parties hereto, it is hereby mutually agreed by and between the parties as follows:

1. That certain Lease dated as of the 4th day of September, 1975, covering the lease of seventy-five (75) 70-ton Covered Hopper Cars, as more fully described in Schedule A attached hereto, is hereby cancelled and terminated as of the 31st day of October, 1985.

2. Notwithstanding the foregoing, it is hereby understood and agreed that this cancellation and termination of the Lease shall not relieve either party of any liabilities and/or obligations owing to the other party as may have been accrued as of the date of said cancellation and termination.

IN WITNESS WHEREOF, the parties hereto have executed this Termination of Lease this 4th day of March, 1986.

SOUTHWESTERN STATES MANAGEMENT CO.

By: [Signature]

Vice President

MISSOURI-KANSAS-TEXAS RAILROAD COMPANY

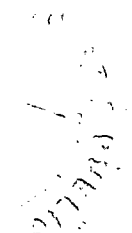
By: [Signature]

Vice President

THE STATE OF TEXAS:

Before me, the undersigned, a Notary Public in and for said State, on this day personally appeared H. O. Brandt, Vice President, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said SOUTHWESTERN STATES MANAGEMENT CO., a corporation, and that he has executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office, this 4th day of March, 1986.

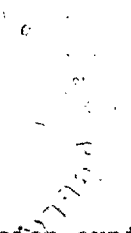

Virginia A. Schoeneberger
Virginia A. Schoeneberger
Notary Public in and for the State of
Texas

My Commission expires: March 24, 1990 .

THE STATE OF TEXAS:

Before me, the undersigned, a Notary Public in and for said State, on this day personally appeared Karl R. Ziebarth, Vice President, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said MISSOURI-KANSAS-TEXAS RAILROAD COMPANY, a corporation, and that he has executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office, this 4th day of March, 1986.


Virginia A. Schoeneberger
Virginia A. Schoeneberger
Notary Public in and for the State of
Texas

My Commission expires: March 24, 1990 .

S C H E D U L E A

70-ton Covered Hopper Cars
(All car numbers are MKT car numbers)

Nos. 34002-34004, inclusive
No. 34007
Nos. 34009-34016, inclusive
Nos. 34018-34024, inclusive
Nos. 34026-34031, inclusive
Nos. 34034-34037, inclusive
No. 34039
Nos. 34041-34044, inclusive
No. 34047
No. 34049
Nos. 34051-34058, inclusive
Nos. 34060-34061, inclusive
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Nos. 34070-34075, inclusive
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Nos. 34097-34098, inclusive
No. 34100